SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D. C. 20549
FORM 10-Q

X — QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

For the Quarterly Period Ended March 31, 1992

BEST COPY AVAILABLE

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission file number 2-2066

WISCONSIN NATURAL GAS COMPANY

(Exact name of registrant as specified in its charter)

Wisconsin	39-0713260
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

231 West Michigan Street, P.O. Box 2046, Milwaukee, Wisconsin 53201

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (414) 221-2590

No Change

(Former name, former address and former fiscal year, if changed since last report.)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes X No

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

Class	Outstanding at May 1, 1992
$1 Par Value Common Stock	1,725,000 Shares

The registrant meets the conditions set forth in General Instruction H(1)(a) and (b) of Form 10-Q for omission of data by certain wholly-owned subsidiaries and is therefore filing this Form with the reduced disclosure format.

WISCONSIN NATURAL GAS COMPANY

PART I - FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

WISCONSIN NATURAL GAS COMPANY
CONDENSED INCOME STATEMENT
(Unaudited)

	Three Months Ended March 31	
	1992	1991
	(Thousands of Dollars)	
Operating Revenues	$ 86,140	$ 94,426
Operating Expenses		
Cost of gas sold	52,731	60,376
Other operation expenses	10,623	10,266
Maintenance	1,459	1,081
Depreciation	3,376	3,110
Income taxes	6,235	6,779
Total Operating Expenses	74,424	81,612
Operating Income	11,716	12,814
Other Income and Deductions		
Allowance for other funds used during construction	7	39
Miscellaneous - net	143	87
Income taxes	(58)	(37)
Total Other Income and Deductions	92	89
Income Before Interest Charges	11,808	12,903
Interest Charges		
Interest expense	1,680	1,760
Allowance for borrowed funds used during construction	(4)	(21)
Total Interest Charges	1,676	1,739
Net Income	$ 10,132	$ 11,164

Note - Earnings and dividends per share of common stock are not applicable because all of the company's common stock is owned by Wisconsin Energy Corporation.

See accompanying note to financial statements.

WISCONSIN NATURAL GAS COMPANY
CONDENSED BALANCE SHEET
(Unaudited)

	March 31, 1992	December
	(Thousands of Dolla	
Assets		
Utility Plant		
Plant	$352,897	$35
Accumulated provision for depreciation	(157,737)	(15
Net Utility Plant	195,160	19
Other Property and Investments	71	
Current Assets		
Cash and cash equivalents	5,367	
Accounts receivable	31,150	2
Accrued utility revenues	15,537	4
Materials, supplies and natural gas stored	6,184	
Prepayments and other assets	2,234	
Total Current Assets	60,472	6
Deferred Charges and Other Assets		
Accumulated deferred income taxes	3,806	
Other	5,980	
Total Deferred Charges and Other Assets	$ 9,786	$
	$265,489	$2
Liabilities		
Capitalization		
Common stock	$ 59,500	$
Retained earnings	45,092	
Total Common Stock Equity	104,592	
Long-term debt	49,382	
Total Capitalization	153,974	1
Current Liabilities		
Long-term debt due currently	8,957	
Short-term debt	25,208	
Accounts payable	22,401	
Accrued liabilities	14,239	
Other	878	
Total Current Liabilities	71,683	
Deferred Credits and Other Liabilities		
Accumulated deferred income taxes	27,275	
Other	12,557	
Total Deferred Credits and Other Liabilities	39,832	
	$265,489	$

COMPANY
HEET

March 31, 1992	December 31, 1991
(Thousands of Dollars)	
$352,897	$353,087
(157,737)	(154,739)
195,160	198,348
71	71
5,367	3,361
31,150	22,280
15,537	29,559
6,184	11,117
2,234	2,864
60,472	69,181
3,806	2,546
5,980	6,051
$ 9,786	$ 8,597
$265,489	$276,197
$ 59,500	$ 59,500
45,092	37,081
104,592	96,581
49,382	48,603
153,974	145,184
8,957	8,957
25,208	48,423
22,401	23,250
14,239	8,741
878	927
71,683	90,298
27,275	26,920
12,557	13,795
39,832	40,715
$265,489	$276,197

(REMAINDER OF PRECEDING PAGE)

See accompanying note to financial statements.

FORM 10-Q

WISCONSIN NATURAL GAS COMPANY
STATEMENT OF CASH FLOWS
(Unaudited)

	Three Months Ended March 31	
	1992	1991
	(Thousands of Dollars)	
Operating Activities:		
Net income	$10,132	$11,164
Reconciliation to cash:		
Depreciation	3,376	3,110
Deferred income taxes - net	(905)	114
Investment tax credit - net	(116)	(116)
Allowance for other funds used during construction	(7)	(39)
Change in: Accounts receivable	(8,870)	(14,983)
Inventories	4,933	1,172
Accounts payable	(849)	(10,096)
Other current assets	14,652	20,073
Other current liabilities	5,449	5,383
Other	(887)	(501)
Cash Provided by Operating Activities	26,908	15,281
Investing Activities:		
Construction expenditures	(229)	(3,755)
Allowance for borrowed funds used during construction	(4)	(21)
Other	(99)	(69)
Cash Used in Investing Activities	(332)	(3,845)
Financing Activities:		
Sale of long-term debt	19,842	--
Retirement of long-term debt	(19,075)	--
Change in short-term debt	(23,215)	(9,923)
Dividends on stock - common	(2,122)	(2,122)
Cash Used in Financing Activities	(24,570)	(12,045)
Change in Cash and Temporary Cash Investments	$ 2,006	$ (609)
Supplemental Information Disclosures:		
Cash Paid for -		
Interest (net of amount capitalized)	$ 3,040	$ 3,044
Income taxes	450	--

See accompanying note to financial statements.

WISCONSIN NATURAL GAS COMPANY

NOTE TO FINANCIAL STATEMENTS

(Unaudited)

The accompanying unaudited financial statements should be read in conjunction with the company's 1991 Annual Report on Form 10-K. In the opinion of management, all adjustments necessary to a fair statement of the results of operations and financial position of the company have been included in the accompanying income statement and balance sheet. The results of operations for the three months ended March 31, 1992 are not, however, necessarily indicative of the results which may be expected for the year 1992 because of seasonal and other factors.

WISCONSIN NATURAL GAS COMPANY

PART I - FINANCIAL INFORMATION

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

LIQUIDITY AND CAPITAL RESOURCES

In order to meet projected capital requirements, Wisconsin Natural Gas Company ("Wisconsin Natural") may issue up to $30 million of debt securities later in 1992. The specific form, amounts and timing of securities to be issued, including possible debt refundings, have not yet been determined and will depend, to a large extent, on market conditions.

To reduce its overall cost of capital, Wisconsin Natural issued $10 million of 5-5/8% Series and $10 million of 6-5/8% Series First Mortgage Bonds in January 1992, using the proceeds to refund its 8-3/4% and 8-3/8% Series First Mortgage Bonds.

RESULTS OF OPERATIONS

The decrease in net income for the three months ended March 31, 1992, relative to the same period in 1991, reflects decreased natural gas therm deliveries, partially offset by a $3.4 million, or 1.3% rate increase on an annualized basis, effective since September 3, 1991. Natural gas therm deliveries during the first quarter of 1992 were negatively impacted by warmer weather. As measured by heating degree days, the first quarter of 1992 was 5.6% warmer than the first quarter of 1991.

Total gas therms delivered by Wisconsin Natural decreased 5.0% during the first three months of 1992 compared to the same period in 1991. Gas therm deliveries to residential customers decreased 5.6% and therms delivered to commercial and industrial customers (excluding interruptible and other customers) decreased 2.6% for the first quarter of 1992 relative to the same period in 1991. Gas deliveries to the interruptible customers and the other customer classification decreased 7.1% during the first quarter of 1992 compared to the first quarter in 1991. Therms delivered include gas transported for Wisconsin Natural's customers who purchased gas directly from other suppliers.

Customer-owned gas transported by Wisconsin Natural accounted for 28.3% of total therms delivered in the first quarter of 1992 compared to 27.8% in the first quarter of 1991. Rates charged by Wisconsin Natural for transporting customer-owned gas are designed to recover the same margin as gas sold directly by Wisconsin Natural.

Wisconsin Natural purchased in the spot-market approximately 10.9 million dekatherms of natural gas in the first quarter of 1992 and 10.8 million dekatherms in the first quarter of 1991. Savings associated with the purchase of gas in the spot-market are passed along to customers. Spot-market purchases accounted for 59.6% of gas purchased in the first quarter of 1992 compared to 54.8% in the first quarter of 1991.

For certain other information which may impact Wisconsin Natural's future financial condition or results of operations, see ITEM 5. OTHER INFORMATION in PART II.

WISCONSIN NATURAL GAS COMPANY

PART II - OTHER INFORMATION

ITEM 5. OTHER INFORMATION

ANR PROPOSAL SUBMITTED TO FERC

Wisconsin Natural's principal pipeline supplier and transporter of natural gas, ANR Pipeline Company ("ANR"), has filed an uncontested settlement with the Federal Energy Regulatory Commission ("FERC") to restructure its rates and services in order to be more responsive to increased competition in the natural gas industry. This settlement follows extensive negotiations with local distribution company customers of ANR and other parties. Since the FERC has recently issued Order 636 setting forth general requirements for pipelines, which overlap with parts of the settlement, it is not known whether the FERC will approve it. ANR has requested early FERC approval.

Any restructuring will likely reduce the amount of spot market gas purchases made by Wisconsin Natural and reduce the amount of customer-owned gas transported by Wisconsin Natural. Customers who reduce their use of gas transportation services will likely purchase gas directly from Wisconsin Natural. Since rates charged by Wisconsin Natural for transporting customer-owned gas are designed to recover the same margin as gas sold directly by the company, no significant impact on operating income is expected. (For additional information regarding this matter, refer to ITEM 1. BUSINESS - GAS UTILITY OPERATIONS in PART I of Wisconsin Natural's Annual Report on Form 10-K for the year ended December 31, 1991.)

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

(a) Exhibits:

None.

(b) Reports on Form 8-K:

No current reports on Form 8-K were filed in the quarter ended March 31, 1992.

WISCONSIN NATURAL GAS COMPANY

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

WISCONSIN NATURAL GAS COMPANY
(Registrant)

RONALD K. ESPE

Date: May 14, 1992

R. K. Espe, President and Chief Operating Officer

MYRON E. SCHULZ

Date: May 14, 1992

M. E. Schulz, Controller (Chief Accounting Officer)